



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 TWELFTH STREET, S.W.
WASHINGTON, D.C. 20554

DA 05-502

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NEXTEL COMMUNICATIONS, INC. AND SPRINT CORPORATION SEEK FCC CONSENT TO TRANSFER CONTROL OF LICENSES AND AUTHORIZATIONS

WT Docket No. 05-63

PLEADING CYCLE ESTABLISHED

Petitions to Deny Due: March 30, 2005
Oppositions Due: April 11, 2005
Replies Due: April 18, 2005

INTRODUCTION

Nextel Communications, Inc. ("Nextel") and Sprint Corporation ("Sprint," and together with Nextel, the "Applicants") jointly have filed a series of applications pursuant to Sections 214 and 310(d) of the Communications Act of 1934, as amended.¹ In these applications, the Applicants generally seek Commission approval of the transfer of control to Sprint of the licenses and authorizations held both directly and indirectly by Nextel. These applications pertain to licenses for the: Part 25 Satellite Earth Station Service; Part 27 Broadband Radio Service²; Part 27 Educational Broadband Service³; Part 27 700 MHz Guard Band; Part 27 Wireless Communications Service; Part 78 Cable Television Relay Service; Part 90 Private Land Mobile Radio Service; Part 90 Specialized Mobile Radio Service; Part 101 Fixed Microwave Service; Part 5 Experimental Radio Service; as well as international Section 214 authorizations.

47 U.S.C. §§ 214, 310(d)

² These licenses are listed in the Universal Licensing System as Multipoint Distribution Service (MDS) licenses. Effective January 10, 2005, the Commission renamed MDS the Broadband Radio Service. See Amendment of Parts 1, 21, 73, 74, and 101 of the Commission's Rules to Facilitate the Provision of Fixed and Mobile Broadband Access, Educational, and other Advanced Services, WT Docket No. 03-66, *Report and Order and Further Notice of Proposed Rulemaking*, 19 FCC Rcd 14,165 (2004) (*MDS-ITFS Order*).

³ These licenses are listed in the Universal Licensing System as Instructional Television Fixed Service (ITFS) licenses. Effective January 10, 2005, the Commission renamed ITFS the Educational Broadband Service. See *MDS-ITFS Order*.

DESCRIPTION OF TRANSACTION

These applications were filed in connection with a proposed transaction, announced December 15, 2004, whereby the Applicants agreed to merge Nextel into S-N Merger Corp., a wholly-owned subsidiary of Sprint. The Applicants state that the merger will be achieved through a stock-for-stock transaction, with each share of Nextel common stock redeemed for 1.28 shares of Sprint common stock and approximately \$0.50 in cash, subject to adjustment.⁴ The Applicants further explain that the stock/cash allocation contemplated by the Merger Agreement is designed so that Nextel's existing shareholders will own slightly less than 50 percent of Sprint's common stock after the transaction closes. Upon the effective date of the merger, the Applicants state that all Nextel capital stock will be canceled and Nextel and its licensed subsidiaries will become indirect, wholly-owned subsidiaries of Sprint.⁵

III. SECTION 310(d) APPLICATIONS

A. Parts 27, 90, and 101 Licenses

The following applications for consent to transfer control of Broadband Radio Service, 700 MHz Guard Band, Wireless Communications Service, Private Land Mobile Radio Service, Specialized Mobile Radio Service, and Microwave licenses from Nextel to Sprint have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002031766 ⁶	Nextel License Holdings 2, Inc.	WNTN537
0002040050	Nextel Communications of Mid Atlantic, Inc	KEC728
0002040051	Nextel Communications of Mid Atlantic, Inc	WPSG221
0002040053	Nextel Communications of Mid Atlantic, Inc	WQAB225
0002040054	Nextel License Holdings 1, Inc.	WLA960
0002040056	Nextel License Holdings 1, Inc.	WPDU203
0002040057	Nextel License Holdings 1, Inc.	WPPX211
0002040058	Nextel License Holdings 1, Inc.	WPSY265
0002040059	Nextel License Holdings 1, Inc.	WPZX217
0002040060	Nextel License Holdings 3, Inc.	KNRT349
0002040064	Nextel License Holdings 4, Inc.	WLL907
0002040066	Nextel License Holdings 4, Inc.	WNTG304
0002040067	Nextel License Holdings 4, Inc.	WPEB363
0002040068	Nextel License Holdings 4, Inc.	WPGD879
0002040069	Nextel License Holdings 4, Inc.	WPON469
0002040071	Nextel License Holdings 4, Inc.	WPQR889
0002040073	Nextel License Holdings 4, Inc.	WPSG211

⁴ The foregoing estimate of the stock/cash allocation is based on facts existing on December 15, 2004, the date of the Sprint-Nextel merger announcement. See Sprint and Nextel Application for Transfer of Control, Public Interest Statement, Attachment A, Merger Agreement, ULS File No. 0002031766.

⁵ *Ibid.*

⁶ ULS File No. 0002031766 has been designated as the lead application, and all pleadings and other submissions filed in this matter that pertain generally to the transaction and not to a particular application will be available through this file number in ULS at <http://wireless.fcc.gov/uls/>.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0002040076	Nextel License Holdings 4, Inc.	WPVC264
0002040077	Nextel License Holdings 4, Inc.	WQAA463
0002040078	Nextel License Holdings 5, Inc.	WPOH416
0002040080	Nextel of California, Inc.	WNTT225
0002040082	Nextel of California, Inc.	WPSF282
0002040083	Nextel of California, Inc.	WPTE928
0002040084	Nextel of New York, Inc.	WPWM470
0002040085	Nextel of New York, Inc.	WPUJ847
0002040088	Nextel of Texas, Inc.	WLA956
0002040091	Nextel of Texas, Inc.	WPQS346
0002040092	Nextel Spectrum Acquisition Corp.	WLA870
0002040093	Nextel West Corp.	WNTV734
0002040094	ACI 900, Inc.	KNNX218
0002040095	FCI 900, Inc.	KNNX200
0002040096	Nextel 700 Guard Band Corp.	WPRR260
0002040097	Nextel Spectrum Acquisition Corp.	B003

B. De-Facto Lease Applications

The following applications for consent to transfer control of *de facto* transfer lease authorizations from Nextel to S-N Merger Corp. have been assigned the file numbers listed below.

<u>File No.</u>	<u>Authorization Holder</u>	<u>Lead Call Sign</u>
0002039456	Nextel of California, Inc.	KNIV764
0002041470	Nextel of California, Inc.	WNMY402
0002041473	Nextel of California, Inc.	WNXW487

C. Part 25 Satellite Earth Station Authorizations

The following applications for consent to transfer control of Satellite Earth Station authorizations from Nextel to Sprint have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign(s)</u>
SES-T/C-20050208-00160	Nextel Communications of Mid Atlantic, Inc.	E040169
SES-T/C-20050208-00161	Nextel Spectrum Acquisition Corp.	E970453, WE22, E860677, E890139, E960592, E920094, E920093

D. Part 78 Cable Television Relay Service Licenses

The following applications for consent to transfer control of Cable Television Relay Service licenses from Nextel to Sprint have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
CAR-20050218AA-09	Nextel Spectrum Acquisition Corp.	WLY-457
CAR-20050218AB-09	Nextel Spectrum Acquisition Corp.	WLY-458
CAR-20050218AC-09	Nextel Spectrum Acquisition Corp.	WLY-459
CAR-20050218AD-09	Nextel Spectrum Acquisition Corp.	WLY-545
CAR-20050218AE-09	Nextel Spectrum Acquisition Corp.	WLY-546
CAR-20050218AF-09	Nextel Spectrum Acquisition Corp.	WLY-560
CAR-20050218AG-09	Nextel Spectrum Acquisition Corp.	WLY-561
CAR-20050218AH-09	Nextel Spectrum Acquisition Corp.	WLY-569
CAR-20050218AI-09	Nextel Spectrum Acquisition Corp.	WLY-570
CAR-20050218AJ-09	Nextel Spectrum Acquisition Corp.	WLY-576
CAR-20050218AK-09	Nextel Spectrum Acquisition Corp.	WLY-577
CAR-20050218AL-09	Nextel Spectrum Acquisition Corp.	WLY-721
CAR-20050218AM-09	Nextel Spectrum Acquisition Corp.	WLY-681

E. Part 5 Experimental Radio Service Authorizations

The following applications for consent to transfer control of Part 5 Experimental Radio Service authorizations from Nextel to Sprint have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
0001-EX-TU-2005	Nextel Communications of the Mid Atlantic, Inc	WC9XAI, WD2XHF WC2XTR
0006-EX-TU-2005	Nextel License Holdings 1, Inc.	WC2XTD
0007-EX-TU-2005	Nextel License Holdings 4, Inc.	WC2XTE
0009-EX-TU-2005	Nextel of New York, Inc.	WD2XLL
0010-EX-TU-2005	Nextel West Corp.	WC2XON

IV SECTION 214 AUTHORIZATION APPLICATION

The following application for transfer of control of Nextel's international section 214 authorization has been assigned the file number listed below.

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20050208-00044	Nextel Communications, Inc	ITC-214-19970723-00428

V EX PARTE STATUS OF THIS PROCEEDING

Pursuant to section 1.1200(a) of the Commission's rules,⁷ the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We

⁷ 47 C.F.R. § 1.1200(a).

announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission's rules.⁸

Parties making oral *ex parte* presentations are directed to the Commission's statement reemphasizing the public's responsibility in permit-but-disclose proceedings and are reminded that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.⁹ More than a one- or two-sentence description of the views and arguments presented is generally required.¹⁰ Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well.¹¹ We urge parties to use the Electronic Comment Filing System ("ECFS") to file *ex parte* submissions.¹²

VI. GENERAL INFORMATION

The transfer of control applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies. Final action on these applications will not be taken earlier than thirty-one days following the date of this Public Notice.¹³

Interested parties must file petitions to deny no later than **March 30, 2005**. Persons and entities that file petitions to deny become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order, seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Oppositions to such pleadings must be filed no later than **April 11, 2005**. Replies to such pleadings must be filed no later than **April 18, 2005**. All filings concerning matters referenced in this Public Notice should refer to **DA 05-502** and **WT Docket No. 05-63**, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Under the Commission's current procedures for the submission of filings and other documents, submissions in this matter may be filed electronically (*i.e.*, through ECFS) or by hand delivery to the Commission's Massachusetts Avenue location.

- **If filed by ECFS,**¹⁵ comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should

⁸ *Id.* § 1.1206.

⁹ See Commission Emphasizes the Public's Responsibilities in Permit-But-Disclose Proceedings, *Public Notice*, 15 FCC Rcd. 19,945 (2000).

¹⁰ See 47 C.F.R. § 1.1206(b)(2).

¹¹ *Id.* § 1.1206(b).

¹² See discussion *infra* Part VI.

¹³ See 47 U.S.C. § 309(b).

¹⁴ See Implementation of Interim Electronic Filing Procedures for Certain Commission Filings, *Order*, 16 FCC Rcd. 21,483 (2001); see also FCC Announces a New Filing Location for Paper Documents and a New Fax Number for General Correspondence, *Public Notice*, 16 FCC Rcd. 22,165 (2001); Reminder: Filing Locations for Paper Documents and Instructions for Mailing Electronic Media, *Public Notice*, 18 FCC Rcd. 16,705 (2003).

¹⁵ See Electronic Filing of Documents in Rulemaking Proceedings, GC Docket No. 97-113, *Report and Order*, 13 FCC Rcd. 11,322 (1998).

include their full name, Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, "get form <your e-mail address>." A sample form and directions will be sent in reply.

If filed by paper, the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). The Commission's contractor, Natek, Inc., will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class mail, Express Mail, and Priority Mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to: (1) the Commission's duplicating contractor, Best Copy and Printing, Inc., at FCC@BCPIWEB.COM or (202) 488-5563 (facsimile); (2) Louis Peraertz, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at louis.peraertz@fcc.gov, or (202) 418-7447 (facsimile); (3) Sara Mechanic, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at sara.mechanic@fcc.gov, or (202) 418-7447 (facsimile); (4) Erin McGrath, Mobility Division, Wireless Telecommunications Bureau, at erin.mcgrath@fcc.gov, or 418-7447 (facsimile); (5) Dennis Johnson, Broadband Division, Wireless Telecommunications Bureau, at dennis.johnson@fcc.gov, or 418-8188 (facsimile); (6) Jeff Tobias, Public Safety and Critical Infrastructure Division, Wireless Telecommunications Bureau, at jeff.tobias@fcc.gov, or (202) 418-2643 (facsimile); (7) David Krech, Policy Division, International Bureau, at david.krech@fcc.gov, or (202) 418-2824 (facsimile); (8) Pamela Megna, Competition Policy Division, Wireline Competition Bureau, at pamela.megna@fcc.gov, or (202) 418-1413 (facsimile); (9) Jim Bird, Office of General Counsel, at jim.bird@fcc.gov, at (202) 418-2822 (facsimile); (10) Jonathan Levy, Office of Strategic Planning and Policy Analysis, at jonathan.levy@fcc.gov, or (202) 418-2807 (facsimile); (11) Wayne McKee, Engineering Division, Media Bureau, at wayne.mckee@fcc.gov, or (202) 418-1189 (facsimile); (12) Charles Iseman, Experimental Licensing Branch, Office of Engineering and Technology, at charles.iseman@fcc.gov, or (202) 418-1918 (facsimile); and (13) JoAnn Lucanik, Satellite Division, International Bureau, at joann.lucanik@fcc.gov, or (202) 418-0175 (facsimile).

Copies of the applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc. in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via e-mail at FCC@BCPIWEB.COM. The applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The applications are also available electronically through the Commission's ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>. In addition, applications filed under Parts 22, 24, 90, and 101 of the Commission's rules are available electronically through ULS, which may be accessed on the Commission's Internet website. Additional information regarding the transaction will be

available on the FCC's Office of General Counsel's website, <http://www.fcc.gov/ogc>, which will contain a fully indexed, unofficial listing and electronic copies of all materials in this docket. Alternate formats of this public notice (computer diskette, large print, audio recording, and Braille) are available to persons with disabilities by contacting Brian Millin at (202) 418-7426 (voice), (202) 418-7365 (TTY), or send an e-mail to access@fcc.gov.

For further information, contact Louis Peraertz, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at (202) 418-1879, or Sara Mechanic, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at (202) 418-0793.

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